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100 North Charles Street Baltimore, MD 21201 (301) 237-4605 Telecopier No. 237-2548

November 5, 1991

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Sidney L. Strickland, Jr., Secretary Interstate Commerce Commission Room 2215 12th Street and Constitution Avenue, N.W. Washington, DC 20423

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INTERSTATE COMMENCE CAMMINGOIN

Attention: Recordation Unit

Ms. Mildred Lee

Dear Mr. Strickland:

On behalf of CSX Transportation, Inc., enclosed for filing and recording under 49 U.S.C. § 11303(a) and the regulations promulgated thereunder are four counterparts of a secondary document, not previously recorded, entitled Release and Satisfaction and Bill of Sale dated as of May 1, 1976.

The parties to the enclosed agreement are:

Mercantile-Safe Deposit and Trust Company (Vendor) Corporate Trust Department P. O. Box 2258 Baltimore, MD 21203

CSX Transportation, Inc. (Vendee), Successor by merger to Louisville and Nashville Railroad Company 100 North Charles Street Baltimore, MD 21201

The enclosed document, among other things, releases all equipment under that certain Conditional Sale Agreement dated as of May 1, 1976 between Bethlehem Steel Corporation and Louisville and Nashville Railroad Company, recorded with the Interstate Commerce Commission on May 27, 1976 under ICC No. 8346.

The units of equipment covered by the enclosed document are all units identified in the Conditional Sale Agreement. A short summary of the document to appear in the ICC Index is as follows:

"Full and Complete Release"

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Sidney L. Strickland, Jr., Secretary
November 5, 1991

Enclosed is a check in the amount of \$16.00 in payment of the filing fee.

Once the filing has been made, please return to the undersigned a stamped copy of the instrument not needed for your files, together with the fee receipt, a copy of the letter from the ICC acknowledging the filing, and an extra copy of this letter of transmittal.

Very truly yours,

R. J. Jochwest X

RFH/kpl

Enclosures

Interstate Commerce Commission Washington, **D.C.** 20423

OFFICE OF THE SECRETARY

Robert F. Hochwarth Senior Counsel CSX Transportation, Inc 100 North Charles Street Baltimore, MD. 21201

Dear Sir:

The enclosed dcoument(s) was recorded pursuant to the provisions of Section 11303 of the Insterstate Commerce Act, 49 U.S.C. 11303, on 10:20am , and assigned 11/7/91 at recordation number(s). 8346-C 8415-D

Sincerely yours,

L. Strickland, Jr. Secretary

Counterpart No. Counterparts

RELEASE AND SATISFACTION AND BILL OF SALE

LOUISVILLE AND NASHVILLE RAILROAD COMPANY CONDITIONAL SALE

AGREEMENT DATED AS OF MAY 1, 1976

KNOW ALL MEN BY THESE PRESENTS that Mercantile-Safe Deposit and Trust Company, as Agent, assignee of a certain Conditional Sale Agreement dated as of May 1, 1976, among Bethlehem Steel Corporation and Louisville and Nashville Railroad Company, hereby certifies that all of the \$22,629,040.00 Conditional Sale Indebtedness, with interest thereon at the rate of 9.00% per annum, has been fully paid or payment provided for, and all of the obligations under said Conditional Sale Agreement have been fully complied with and performed.

WHEREFORE, in consideration of One Dollar (\$1.00) and other valuable consideration:

Mercantile-Safe Deposit and Trust Company does hereby declare said Conditional Sale Agreement dated as of May 1, 1976 to be satisfied and cancelled and does consent that the same be discharged of record, and further Mercantile-Safe Deposit and Trust Company does hereby sell, assign, convey, transfer, set over, release and quitclaim without any warranty or guaranty of any kind, express or implied, unto CSX Transportation, Inc. (Successor by merger to Louisville and Nashville Railroad Company) all of its right, title and interest in and to all of the railroad equipment of every character included in the said Conditional Sale Agreement dated as of May 1, 1976 and now held by Mercantile-Safe Deposit and Trust Company.

IN WITNESS WHEREOF, Mercantile-Safe Deposit and Trust Company has caused these presents to be executed in its name by one of its vice president thereunto duly authorized and its corporate seal to be hereunto affixed and attested by its corporate Trust Officer as of this /8/h day of October, 1991.

ATTEST:	Mercantile-Safe Deposit and Trust Company
Pabert D Brown	By:
4 man Ir Jum	By: Vice President

STATE OF MARYLAND)
) SS.
CITY OF BALTIMORE

STATE OF MARYLAND)
) ss
CITY OF BALTIMORE)

On this 18th day of October, 1991, before me personally appeared John M. Mitchell, to be personally known, who, being by me duly sworn, says that he is a Vice President of Mercantile-Safe Deposit and Trust Company, that the corporate seal affixed to the foregoing instrument is the seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Muchael Plums
Notary Public

My commission expires October 22, 1994